

RECORDATION NO 21225-D
FILED

JUN 12 '98

12-05 PM

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OF COUNSEL
URBAN A. LESTER

June 12, 1998

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are two (2) copies of a Memorandum of Lease, dated as of June 12, 1998, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Lease which was previously filed with the Board under Recordation Number 21225.

The name and address of the party to the enclosed document are:

Lessor: NationsBanc Leasing Corporation
101 South Tryon Street
Charlotte, NC 28255

Lessee: Westlake Polymers Corporation
2801 Post Oak Boulevard
Houston, TX 77056

A description of the railroad equipment covered by the enclosed document is:

one hundred and five (105) railcars bearing WLPX reporting marks and road numbers set forth on Annex A to the Lease.

Counterparts - Betty Gorman

Mr. Vernon A. Williams
June 12, 1998
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Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Robert W. Alvord", with a stylized flourish at the end.

Robert W. Alvord

RWA/bg
Enclosures

JUN 12 '98

12-05 PM

MEMORANDUM OF LEASE

On June 12, 1998, **NATIONSBANC LEASING CORPORATION**, a North Carolina corporation ("Lessor"), having its chief executive office at NationsBank Plaza, 101 South Tryon Street, NC1-002-38-20, Charlotte, North Carolina 28255 and **WESTLAKE POLYMERS CORPORATION**, a Delaware corporation ("Lessee"), having its chief executive office at 2801 Post Oak Boulevard, Houston, Texas 77056 entered into a schedule to the lease dated as of February 20, 1998 covering the railcars as identified in the attached Annex A.

IN WITNESS THEREOF, this Memorandum of Lease has been duly executed on this the 12th day of June, 1998.

NATIONSBANC LEASING CORPORATION

By: M. Randall Ross

Name: M. Randall Ross

Title: Senior Vice President

WESTLAKE POLYMERS CORPORATION

By: S.E. Fodo RCH

Name: S.E. Fodo

Title: Treasurer

STATE OF NORTH CAROLINA)
) SS:
COUNTY OF MECKLENBURG)

On this the 12th day of June, 1998, personally came before me M. Randall Ross, who, being by me duly sworn, says he is Senior Vice President of NATIONSBANC LEASING CORPORATION and that said writing was signed on the date hereof by him on behalf of said corporation by its authority duly given. And the said Senior Vice President acknowledged the said writing to be the act and deed of said corporation.

WITNESS my hand and notarial seal, this the 12th day of June, 1998.

SEAL

Candace L. Webb

Notary Public

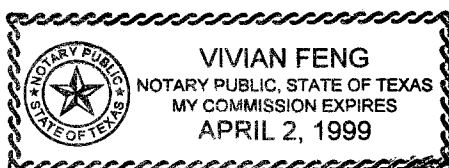
My commission expires: *Dec. 4, 1999*

STATE OF TEXAS)
) SS:
COUNTY OF HARRIS)

On this the 12th day of June, 1998, personally came before me S.E. Fodo, who, being by me duly sworn, says he is Treasurer of WESTLAKE POLYMERS CORPORATION and that said writing was signed on the date hereof by him on behalf of said corporation by its authority duly given. And the said Treasurer acknowledged the said writing to be the act and deed of said corporation.

WITNESS my hand and notarial seal, this the 12th day of June, 1998.

SEAL



Vivian Feng

Notary Public

My commission expires: *April 2, 1999*

Annex A

Description of Equipment

<u>Quantity</u>	<u>Description</u>	<u>Car Mark</u>	<u>Car Nos.</u>	<u>Lessor's Total Equipment Cost</u>
105	ACF Industries Model CF5711 Center Flow Railcars	WLPX	44315 44323 44325 44341 44406 44454- 44455 44459- 44463 44465 44470- 44473 44476 44485- 44498 44500- 44517 44521- 44528 44530- 44532 44535- 44566 44572- 44577 44579- 44584	XXXXXXXXXX (each)
	Total Lessor's Cost of Equipment			XXXXXXXXXX